

EXHIBIT “B”

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

Joe Angel Gomez, individually and as next friend of J.L.G. and J.A.G., minors and as representative of the Estate of Linda Olivarez, deceased, and Antonia Olivarez, individually and as next friend of F.F. and J.O., minors, and Gilbert Olivarez, individually and each as heir to Linda Olivarez,

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Case Number: 5:15-cv-00866-DAE

Plaintiffs,

v.

Ford Motor Company, Key Safety Restraint Systems, Inc., *a/k/a* Key Safety Systems, Inc., and *f/k/a* Breed Technologies, Inc.,

Defendants.

DECLARATION OF STEVEN BEANE

I, Steven Beane, declare as follows:

1. My name is Steven Beane. I have been employed by Ford Motor Company ("Ford") from 1992 to the present (over 20 years), with the exception of 2 years from 1998-2000. I am above the age of 18, have never been convicted of a felony or a crime of moral turpitude and am fully competent to give this Declaration. The statements in this Declaration are true and correct and are based on my own personal knowledge. By making this Declaration, I do not intend to nor have I been authorized to waive any attorney-client privilege or attorney work-production protection that may exist.

2. I received my Bachelor of Science in Mechanical Engineering, with honors, from Queen's University in Kingston, Ontario in 1992. I received a Masters of Engineering

Management from the University of Detroit-Mercy, located in Detroit, Michigan in 1997. In 2001 I received a Masters in Business of Administration from the University of Detroit-Mercy.

3. I am employed by Ford as a development engineer, specializing in Stability Control (RSC), a Ford exclusive technology that operates in tandem with a vehicle's Electronic Stability Control system (ESC). ESC is a complex system that has to be developed and tuned specifically for each vehicle and platform on which it is offered. Different vehicles, built on different platforms for different model years have different engines, dimensions, body weights, suspensions, wheel bases, track widths, tires, brakes and drive trains, all of which can affect the application, feasibility, tuning and performance of ESC. At times ESC even has to be specifically tuned for different engines, transmissions or axle combinations offered on the very same model vehicle.

4. ESC is yaw stability control, which seeks to control the vehicle's movement in response to a driver's input. Roll Stability Control (RSC) examines the roll characteristics of the vehicle. A vehicle at Ford that is equipped with both ESC and RSC is said to have "AdvanceTrac® with RSC™." RSC is a cutting edge technology that is exclusive to Ford and its licensees. RSC is a Ford exclusive technology. The development of ESC was a building block to Ford's creation of RSC.

5. I am familiar with the internal practices employed by Ford with respect to the dissemination of documents and information of the type contained in the Electronic Stability Control Compilation ("ESC Compilation"). The ESC Compilation contains documents related to Ford's development of ESC, RSC and research related to the capabilities of both systems. The ESC Compilation consists of materials that are confidential, protected materials which Ford has

agreed to produce subject to a protective order and materials which Ford has only agreed to produce with heightened protection.

6. The ESC Compilation consist of engineering drawings, test reports, electronic mail, supplier information, research, algorithms, and documents, meeting minutes, commercially sensitive component supplier documents (including negotiations), cost calculations and discussions, information that could be used to re-construct these systems, and other documents that reflect work done on Ford designs, parts, components, systems, and vehicles which may or may not have been incorporated or used by Ford in its production vehicles. These documents contain highly proprietary and confidential trade secret information, which relates to current Ford technology, technology exclusive to Ford and its licensees, invention disclosures, and/or materials supporting testing, research and other similar information relating to electronic stability control, roll stability control and other electronic technology.

7. The documents at issue in the ESC Compilation embody proprietary information, trade secrets, technological know-how, and confidential business records accumulated over approximately one decade by Ford at great expense. The indiscriminate dissemination of documents related to this technology would provide competitors with information regarding the design, the development, the manufacture, the testing techniques and the test programs conducted by Ford for vehicles to the competitive disadvantage of Ford. Some of the ESC Compilation documents require non-sharing protection because they relate to technology that is exclusive to Ford and its licensees, invention disclosures, protected supplier documents, and highly confidential cost information.

8. The compilation also includes a number of Ford research related to interactive vehicle dynamics. That research, like all of Ford's research, was conducted, designed and

developed at great expense to Ford. The automobile industry is a highly competitive industry. Being first to market with a new concept or new features, or having features that another manufacturer does not have, can confer a distinct competitive advantage to an automotive manufacturer, translatable into sales and profits. Research on product concepts may take several years, and the design and development of a new design concept generally takes several years.

9. If Ford's competitors were to gain access to these materials, they would unfairly gain a significant competitive advantage. Such an advantage could consist of using Ford's work to develop a technology that is exclusive to Ford, or getting a product to market sooner than they otherwise would and/or at a lower cost, since the competitor would not have incurred the substantial research, testing and developmental costs that Ford incurred. It could also consist of informing a competitor's patent professionals of certain technology that Ford has considered and either not pursued to date or may pursue in the future.

10. Ford takes great care to protect from disclosure the materials described above, and the work and documents relating thereto are proprietary to Ford. Ford treats these documents as confidential proprietary information, and protects the secrecy of the materials by practical limitations on the dissemination of the documentation to persons who need to know within Ford, which consist of only those Ford employees who are directly related to the work on these projects who have a need to know. These documents are not generally available to Ford personnel or to the public.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Dated:

Sept 6, 2016



Steven Beans